

STATE CORPORATION COMMISSION

AT RICHMOND, JULY 18, 2007

JOINT PETITION OF

A&N ELECTRIC COOPERATIVE

and

DELMARVA POWER & LIGHT COMPANY

For approval of purchase and
sale of service territory and facilities

CASE NO. PUE-2007-00060

JOINT APPLICATION OF

A&N ELECTRIC COOPERATIVE

and

DELMARVA POWER & LIGHT COMPANY

For approval of certificates of
public convenience and necessity

CASE NO. PUE-2007-00061

JOINT PETITION OF

OLD DOMINION ELECTRIC COOPERATIVE

and

DELMARVA POWER & LIGHT COMPANY

For approval of purchase and
sale of transmission facilities

CASE NO. PUE-2007-00062

JOINT APPLICATION OF

OLD DOMINION ELECTRIC COOPERATIVE

and

DELMARVA POWER & LIGHT COMPANY

For approval of certificates of
public convenience and necessity

CASE NO. PUE-2007-00063

APPLICATION OF

A&N ELECTRIC COOPERATIVE

For approval of special rates

CASE NO. PUE-2007-00065

ORDER FOR NOTICE AND COMMENT

This Order establishes a procedural schedule for five applications ("Applications") filed with the State Corporation Commission ("Commission") by A & N Electric Cooperative ("ANEC" or "Cooperative"), Delmarva Power & Light Company ("Delmarva"), and the Old Dominion Electric Cooperative ("Old Dominion") (jointly referred to as "Applicants").

As set forth in the Applications, ANEC is a utility consumer cooperative organized under the laws of the Commonwealth of Virginia. ANEC is certificated to provide retail electric service in the Eastern Shore counties of Accomack and Northampton, Virginia, where it serves approximately 11,182 customers. Delmarva is a public service company organized under the laws of the State of Delaware and the Commonwealth of Virginia. Delmarva is certificated to provide electric service in Accomack and Northampton Counties, Virginia, where it serves approximately 22,400 customers. Delmarva also serves approximately 493,000 customers in Delaware and Maryland. Old Dominion is a utility aggregation cooperative organized under the laws of the Commonwealth of Virginia. It provides generation, transmission, ancillary and other related services to twelve member electric distribution cooperatives serving retail customers in Virginia, Delaware, Maryland, and parts of West Virginia. ANEC is one of the distribution cooperatives served by Old Dominion.

Collectively, the Applications would effect Delmarva's withdrawal from the Virginia market as a certificated provider of retail electric service. The Applications would also, if approved, result in ANEC expanding its Eastern Shore service territory within Accomack and Northampton Counties to include Delmarva's current certificated service territory for providing retail electric service. While ANEC will acquire Delmarva's distribution system assets, it will not acquire any of Delmarva's generation or transmission facilities. The Applications propose that Delmarva's 69 kV transmission facilities on the Eastern Shore will be purchased and

subsequently operated by Old Dominion. Delmarva, ANEC and Old Dominion have requested that the Commission approve the Applications by September 30, 2007.

This procedural Order thus encompasses five dockets that will be considered together without consolidation. In Case Nos. PUE-2007-00060 and PUE-2007-00061 ("Distribution Dockets"), filed with the Commission on July 3, 2007, Delmarva and ANEC have requested that the Commission: (i) grant the parties thereto authority to transfer Delmarva's electric distribution facilities located in Delmarva's Virginia service territory to ANEC;¹ (ii) issue ANEC certificates of public convenience and necessity for the acquisition of Delmarva's electric distribution facilities; (iii) issue ANEC certificates of public convenience and necessity to furnish electric utility service in Delmarva's current Virginia service territory; (iv) cancel Delmarva's certificates of public convenience and necessity to furnish retail electric utility service in Virginia; and (v) provide such further relief as may be appropriate.

In Case Nos. PUE-2007-00062 and PUE-2007-00063 ("Transmission Dockets"), filed with the Commission on July 5, 2007, Delmarva and Old Dominion have requested that the Commission: (i) grant authority to transfer certain of Delmarva's electric transmission facilities located in Virginia to Old Dominion;² (ii) issue Old Dominion appropriate certificates of public convenience and necessity for the acquisition of these transmission facilities; (iii) issue Old Dominion appropriate certificates of public convenience and necessity to furnish service on the Eastern Shore of Virginia; (iv) issue a new certificate of public convenience and necessity to Delmarva for its retained transmission and associated facilities in Virginia; and (v) provide such further relief as may be appropriate.

¹ The negotiated purchase price for Delmarva's distribution facilities used in the conjunction with the operation of its Virginia service territory is \$39,575,000. Distribution Dockets, application at 4.

² The proposed price for the purchase and sale of Delmarva's transmission facilities subject to this transaction is \$4.8 million. Transmission Dockets, application at 6.

In Case No. PUE-2007-00065 ("Special Rates Docket"), filed with the Commission on July 13, 2007, ANEC has requested that the Commission approve its proposal for special rates applicable to Delmarva's current Virginia customers during a four-year transition period following ANEC's acquisition of Delmarva's Virginia service territory. Specifically, ANEC has requested the Commission's approval of special transitional rate schedules in order to "allow ANEC a reasonable opportunity to assimilate . . . new customers, distribution facilities and service territory. . . ." Special Rates Docket application at 1. According to this application, these transitional rate schedules are different from ANEC's rate schedules in its current service territory, and would be applicable to its "new member consumers in the acquired Delmarva Virginia service territory" Id. at 2. However, ANEC asserts in this application that "the Transition Rates from ANEC will ensure that no customer receives an increase in rates on their first bill from ANEC as compared to the Delmarva rates effective as of June 1, 2007, and that many of Delmarva's residential customers in Virginia will see a rate decrease."³

These dockets are subject to the Commission's review under the provisions of the Utility Transfers Act, Chapter 5 (§ 56-88 et seq.) of Title 56 of the Code ("Transfers Act"), the Utility Facilities Act, Chapter 10.1 (§ 56-265.1 et seq.) of Title 56 of the Code ("Facilities Act") and § 56-235.2 A of the Code. Specifically, in its review of the Applications under the Transfers Act, the Commission must find that Delmarva's transfers of distribution system assets to ANEC,

³ The Special Rates Docket application states that under the methodology and calculations used to establish these proposed special, or transition rates, "[T]here will be no immediate rate impact on any of the acquired or existing customers except that certain acquired residential customers will enjoy a rate decrease. [ANEC's] plans are to lower residential rates charged to Delmarva's Virginia customers by 2.40 percent and maintain the base rates charged to Delmarva's non-residential customers at the time the Transaction closes." Special Rates Docket application at 9-10. Concerning the 2.40 percent reduction, the application explains that "[T]his acquisition discount reflects the going-level difference in residential class revenues between the Delmarva rates effective June 1, 2007, and the currently effective ANEC rates, applying an estimated WPCA [wholesale power charge adjustment] factor of \$.03783 per kWh. In matching Delmarva's current rates and by making this downward adjustment to the residential rate, the Transition Rates from ANEC will ensure that no customer receives an increase in rates on their first bill from ANEC as compared to the Delmarva rates effective as of June 1, 2007, and that many of Delmarva's residential customers in Virginia will see a rate decrease." Id. at 6-7.

and transmission facilities to Old Dominion will not impair adequate service to the public at just and reasonable rates (§ 56-90 of the Code). The Commission's review of ANEC's Special Rates application under the provisions of § 56-235.2 A of the Code will require the Commission to find that the proposed special rates are in the public interest.⁴

Concerning the Commission's review of these Applications under the Facilities Act, the Commission must determine that (i) certifying ANEC to provide retail electric service in Delmarva's current Virginia service territory and concurrently canceling Delmarva's certificates of public convenience and necessity to furnish such service is in the public interest (§ 56-265.3 of the Code), (ii) the public convenience and necessity require certifying ANEC to acquire and operate Delmarva's distribution assets within Delmarva's present Virginia service (§ 56-265.2 of the Code), and (iii) the public convenience and necessity require certifying Old Dominion to acquire and operate certain of Delmarva's 69 kV transmission facilities in Delmarva's current Virginia service territory (§ 56-265.2 of the Code).

With respect to these legal thresholds, ANEC and Delmarva state in their Distribution Dockets application that the proposed transaction, if approved, would result in "modest, immediate savings to residential customers in the Delmarva Virginia service territory, establish Virginia based ownership and operation of their electric utility service, ensure necessary investment in facility maintenance and upgrades, and unite Virginia's Eastern Shore in a common utility service community, and dedicate the benefit of any operating margins exclusively to local consumers." Distribution Dockets, application at 7.

ANEC and Delmarva further declare that the transfer of Delmarva's Virginia service territory and distribution system assets associated therewith will also result in long-term savings

⁴ Specifically, the Commission must ensure that in approving a proposed special rate, such an action (i) protects the public interest, (ii) will not unreasonably prejudice or disadvantage any customer or class of customers, and (iii) will not jeopardize the continuation of reliable electric service. Va. Code § 56-235.2 C.

to Delmarva's Virginia customers. ANEC's near-term plan is to "lower residential rates charged to Delmarva's Virginia customers by 2.40 percent and to maintain the base rates charged to Delmarva's non-residential customers to what they are at the time the transactions close." Id. at 10.

Additionally, the companies state that in the long term, "all of Delmarva's Virginia customers will benefit by avoiding direct exposure to market volatility that they would experience when the existing Delmarva proxy formula ends. As members of ANEC, these customers' exposure to wholesale market rates will be insulated through ANEC's wholesale power contract with Old Dominion, where power purchased in the wholesale market is only part of the supply portfolio." Id.

However, the Distribution Docket application does note that "[A]ll of the Delmarva load in Virginia will be supplied by Old Dominion through the purchase of power in the wholesale market." Id. at 13. Old Dominion has generation assets sufficient to generate only 45 percent of its members' power requirements. Consequently, the application states, Old Dominion must supply all new load through purchases in the wholesale market. The application further states that since wholesale power prices are higher than Old Dominion's embedded generation costs, "all new load puts upward pressure on the Old Dominion fuel factor." Id. Thus, ANEC's acquisition of Delmarva's Virginia load "is expected to increase Old Dominion's average cost and have a negative impact on all Old Dominion members, including ANEC's existing members." Id. at 13-14. To address that concern, however, ANEC proposes to "pay out of the revenue from the acquired territory an incremental power cost contribution to Old Dominion, as an add-on to its wholesale power bill." Id. at 14. The proposed incremental contribution would

be made in each of the four years following ANEC's acquisition of Delmarva's Virginia service territory.⁵

With respect to the overall economic impact of this transaction on ANEC, the Distribution Dockets application notes that the proposed transaction will triple ANEC's customer base (adding Delmarva's existing 22,295 customer accounts to ANEC's current customer account base of 11,389). However, post-transaction, the miles of distribution lines would increase 1.86 times and the book value of distribution plant would increase 2.18 times. As stated in the Distribution Dockets application (at 25), the net effect is that the proposed transaction would "*increase* the number of consumers per mile served by ANEC, and *decrease* the net investment in utility plant per consumer served. These basic factors along with other economies of scale contribute to economic feasibility of the Transaction." Distribution Dockets, application at 25 (emphasis in original). Thus, the Applicants contend that "the financial aspects of the Transaction . . . will ultimately inure to the benefit of all the members of [ANEC], new and old." Id. at 26.

In the related Special Rates Docket, ANEC asserts that the transition rate schedules proposed in that application will "protect the public interest by providing rate stability for the acquired Delmarva customers and sufficient revenue for ANEC during the [proposed] 48-month Transition Period." Special Rates Docket application at 17. Specifically, ANEC states that these transition rate schedules will enable ANEC to "recover its costs, maintain reliable service, and avoid any unreasonable adverse rate impacts to either its current member/consumers or its new member/consumers, and also the other member distribution cooperatives of Old Dominion." Id.

⁵ This issue is also discussed in the Special Rates Docket application at 14.

Regarding the Transmission Dockets, and the applicability of the statutory criteria to Old Dominion's acquisition of most of Delmarva's 69 kV transmission system in Virginia,⁶ the application in such dockets state that certificating Old Dominion to acquire and operate such facilities "is expected to continue and enhance reliable service to the public." Transmission Dockets, application at 9. Moreover, the application notes that with the tripling of an ANEC's load, "Old Dominion's interest and incentive to properly maintain and improve the transmission facilities which are essential to serving a member cooperative will be high." Id. ANEC is a member of Old Dominion. The Applicants also contend that the cost of maintaining transmission service is likely to be reduced since Old Dominion is a not-for-profit, tax exempt electric cooperative owned by its member cooperatives; Old Dominion's primary interest is providing its members (which include ANEC), "reliable electric capacity and energy at the lowest reasonable price." Id. at 10.

NOW THE COMMISSION, upon consideration of the matter, finds that public notice should be given and that interested persons should have the opportunity to comment or to request a hearing on the dockets described herein.

Accordingly, IT IS ORDERED THAT:

(1) These matters are docketed and assigned Case Nos. PUE-2007-00060, PUE-2007-00061, PUE-2007-00062, PUE-2007-00063, and PUE-2007-00065.

(2) Copies of the Applications herein and a copy of this Order may be obtained by submitting a written request to counsel for Applicants ANEC and Old Dominion, Eric M. Page, LeClair Ryan, P.C., Riverfront Plaza, East Tower, 951 East Byrd Street, P.O. Box 2499, Richmond, Virginia 23218-2499 or John A. Pirko, LeClair Ryan, P.C., 4201 Dominion Boulevard, Suite 200,

⁶ As noted in the Transmission Dockets application, these transmission facilities are currently operated by PJM (Delmarva is a PJM member), and are included in Delmarva's FERC-approved transmission rate. The application states that Old Dominion intends to file for FERC review and acceptance of a revenue requirement to collect the cost of these facilities, with a rate of return. Transmission Dockets application at 10.

Glen Allen, Virginia 23060, or by submitting a written request to counsel for Applicant Delmarva, Richard D. Gary, Hunton Williams LLP, Riverfront Plaza, East Tower, 951 East Byrd Street, Richmond, Virginia 23219-4074. Interested persons also may review copies of the Applications and this Order in the Commission's Document Control Center, located on the First Floor of the Tyler Building, 1300 East Main Street, Richmond, Virginia between the hours of 8:15 a.m. and 5:00 p.m., Monday through Friday. Interested persons may also download unofficial copies from the Commission's website: <http://www.scc.virginia.gov/caseinfo.htm>.

(3) On or before August 8, 2007, the Applicants shall publish once, as display (not classified) advertising, the following notice of these Applications in the newspapers of general circulation throughout the Virginia service territories in which Delmarva and in which ANEC provide certificated retail electric service:

NOTICE OF APPLICATIONS FILED BY DELMARVA
POWER & LIGHT COMPANY, A & N ELECTRIC
COOPERATIVE, AND OLD DOMINION ELECTRIC
COOPERATIVE

On July 3, 2007, Delmarva Power & Light Company ("Delmarva") and A & N Electric Cooperative ("ANEC") filed an application with the State Corporation Commission ("Commission") docketed as Case Nos. PUE-2007-00060 and PUE-2007-00061 ("Distribution Dockets"). In these dockets, ANEC and Delmarva have requested that the Commission: (i) grant the parties thereto authority to transfer Delmarva's electric distribution facilities located in Delmarva's Virginia service territory to ANEC; (ii) issue ANEC certificates of public convenience and necessity for the acquisition of Delmarva's electric distribution facilities; (iii) issue ANEC certificates of public convenience and necessity to furnish electric utility service in Delmarva's current Virginia service territory; (iv) cancel Delmarva's certificates of public convenience and necessity to furnish retail electric utility service in Virginia; and (v) provide such further relief as may be appropriate.

On July 5, 2007, Delmarva and Old Dominion Electric Cooperative ("Old Dominion") filed an application docketed as Case Nos. PUE-2007-00062 and PUE-2007-00063 ("Transmission Dockets"), requesting that the Commission: (i) grant authority to transfer certain of Delmarva's electric transmission facilities

located in Virginia to Old Dominion; (ii) issue Old Dominion appropriate certificates of public convenience and necessity for the acquisition of these transmission facilities; (iii) issue Old Dominion appropriate certificates of public convenience and necessity to furnish transmission service on the Eastern Shore of Virginia; (iv) issue a new certificate of public convenience and necessity to Delmarva for its retained transmission and associated facilities in Virginia; and (v) provide such further relief as may be appropriate.

On July 13, 2007, ANEC filed with the Commission an application docketed as Case No. PUE-2007-00065 ("Special Rates Docket"). In that application, ANEC requested that the Commission approve its proposal for special rates applicable to Delmarva's current Virginia customers during a four-year transition period following ANEC's acquisition of Delmarva's Virginia service territory. According to this application, these transitional rate schedules are different from ANEC's rate schedules in its current service territory. The application states, however, that these rates will ensure that no customer receives an increase in rates on their first bill from ANEC as compared to the Delmarva rates effective as of June 1, 2007, and that many of Delmarva's residential customers in Virginia will see a rate decrease.

As set forth in the Distribution Dockets, Special Rates Docket, and Transmission Dockets applications described above, ANEC is a utility consumer cooperative organized under the laws of the Commonwealth of Virginia. ANEC is certificated to provide retail electric service in the Eastern Shore counties of Accomack and Northampton, Virginia, where it serves approximately 11,182 customers. Delmarva is a public service company organized under the laws of the State of Delaware and the Commonwealth of Virginia. Delmarva is certificated to provide electric service in Accomack and Northampton Counties, Virginia, where it serves approximately 22,400 customers. Delmarva also serves approximately 493,000 customers in Delaware and Maryland. Old Dominion is a utility aggregation cooperative organized under the laws of the Commonwealth of Virginia. It provides generation, transmission, ancillary and other related services to twelve member electric distribution cooperatives serving retail customers in Virginia, Delaware, Maryland and parts of West Virginia. ANEC is one of the distribution cooperatives served by Old Dominion.

These five dockets are subject to the Commission's review under the provisions of the Utility Transfers Act, Chapter 5 (§ 56-88 et seq.) of Title 56 of the Code ("Transfers Act"), the Utility Facilities Act, Chapter 10.1 (§ 56-265.1 et seq.) of Title 56

of the Code ("Facilities Act"), and § 56-235.2 A of the Code. Specifically, in its review of the applications under the Transfers Act, the Commission must find that Delmarva's transfer of distribution system assets to ANEC, and transmission facilities to Old Dominion will not impair adequate service to the public at just and reasonable rates (§ 56-90 of the Code).

With respect to the Commission's review of these applications under the Facilities Act, the Commission must determine that (i) certificating ANEC to provide retail electric service in Delmarva's current Virginia service territory and concurrently canceling Delmarva's certificates of public convenience and necessity to furnish such service is in the public interest (§ 56-265.3 of the Code), (ii) the public convenience and necessity require certificating ANEC to acquire and operate Delmarva's distribution assets within Delmarva's present Virginia service (§ 56-265.2 of the Code), and (iii) that the public convenience and necessity require certificating Old Dominion to acquire and operate certain of Delmarva's 69 kV transmission facilities in Delmarva's current Virginia service territory (§ 56-265.2 of the Code).

The Commission's review of ANEC's Special Rates application under the provisions of § 56-235.2 A of the Code will require the Commission to ensure that approving any such rate (i) protects the public interest, (ii) will not unreasonably prejudice or disadvantage any customer or class of customers, and (iii) will not jeopardize the continuation of reliable electrical service.

Interested persons may request copies of these applications and the Commission's Order in this proceeding by submitting a written request to counsel for ANEC and Old Dominion, Eric M. Page, LeClair Ryan, P.C., Riverfront Plaza, East Tower, 951 East Byrd Street, P.O. Box 2499, Richmond, Virginia 23218-2499 or John A. Pirko, LeClair Ryan, P.C., 4201 Dominion Boulevard, Suite 200, Glen Allen, Virginia 23060, or by submitting a written request to counsel for Delmarva, Richard D. Gary, Hunton Williams LLP, Riverfront Plaza, East Tower, 951 East Byrd Street, Richmond, Virginia 23219-4074. Interested persons also may review copies in the Commission's Document Control Center, located on the First Floor of the Tyler Building, 1300 East Main Street, Richmond, Virginia between the hours of 8:15 a.m. and 5:00 p.m., Monday through Friday, or download unofficial copies from the Commission's website:
<http://www.scc.virginia.gov/caseinfo.htm>.

On or before August 29, 2007, interested persons may file an original and fifteen (15) copies of any comments on issues associated with these applications with the Clerk of the

Commission at the address set forth below. Interested persons desiring to submit comments electronically may do so by following the instructions available at the Commission's website identified above.

On or before August 29, 2007, any interested person may request a hearing on issues associated with these applications by filing an original and fifteen (15) copies of such request with the Clerk of the Commission at the address set forth below. Any request for hearing shall state with specificity why the issues raised in the request for hearing cannot be adequately addressed in written comments. If a sufficient request for hearing is not received, the Commission may consider the applications and enter an order or orders based upon the papers filed.

Persons desiring to participate as a respondent in any hearing that may be scheduled shall file an original and fifteen (15) copies of a notice of participation on or before August 29, 2007, in accordance with 5 VAC 5-20-80 of the Commission Rules of Practice and Procedure.

All filings in this proceeding shall be directed to Joel H. Peck, Clerk, State Corporation Commission, Document Control Center, P.O. Box 2118, Richmond, Virginia 23218-2118, and shall refer to Case Nos. PUE-2007-00060, PUE-2007-00061, PUE-2007-00062, PUE-2007-00063, and PUE-2007-00065. Copies shall also be sent to counsel for all of the applicants at the addresses set forth above.

DELMARVA POWER & LIGHT COMPANY,
A & N ELECTRIC COOPERATIVE, AND
OLD DOMINION ELECTRIC COOPERATIVE

(4) On or before August 8, 2007, the Applicants shall serve a copy of this Order on the Chairman of the Board of Supervisors and county attorney of each county and upon the Mayor or manager of every city and town (or upon equivalent officials in counties, towns and cities having alternate forms of government) in which Delmarva and ANEC provide service. Service shall be made by first-class mail or express delivery to the customary place of business or residence of each person served.

(5) On or before August 8, 2007, the Applicants shall serve a copy of this Order on each of Old Dominion's twelve electric distribution cooperative members.⁷

(6) On or before August 22, 2005, the Applicants shall file with the Clerk of the Commission proof of the notice required by Ordering Paragraph (3) herein, and proof of the service required by Ordering Paragraphs (4) and (5) herein.

(7) On or before August 29, 2007, interested persons may file an original and fifteen (15) copies of any comments on the issues associated with the Applications with the Clerk of the Commission c/o Document Control Center, P.O. Box 2118, Richmond, Virginia 23218-2118. All comments shall refer to Case Nos. PUE-2007-00060, PUE-2007-00061, PUE-2007-00062, PUE-2007-00063, and PUE-2007-00065. Interested persons desiring to submit comments electronically may do so by following the instructions available at the Commission's website identified in Ordering Paragraph (2) above.

(8) On or before August 29, 2007, any interested person may request a hearing on the issues associated with these Applications by filing an original and fifteen (15) copies of such request with the Clerk of the Commission at the address set forth in Ordering Paragraph (6) above. Any request for hearing shall state with specificity why the issues raised in the request for hearing cannot be adequately addressed in written comments. If a sufficient request for hearing is not received, the Commission may consider the Applications and enter an order or orders based upon the papers filed herein. Interested persons shall refer in their requests to Case Nos. PUE-2007-00060, PUE-2007-00061, PUE-2007-00062, PUE-2007-00063, and PUE-2007-00065.

⁷ The Transmission Dockets application identifies the following electric distribution cooperatives as Old Dominion member cooperatives: A&N Electric Cooperative, BARC Electric Cooperative, Choptank Electric Cooperative, Community Electric Cooperative, Delaware Electric Cooperative, Mecklenburg Electric Cooperative, Northern Neck Electric Cooperative, Northern Virginia Electric Cooperative, Prince George Electric Cooperative, Rappahannock Electric Cooperative, Shenandoah Valley Electric Cooperative, and Southside Electric Cooperative. Transmission Dockets application at 2.

(9) On or before August 29, 2007, persons desiring to participate as a respondent in any hearing that may be scheduled in this matter shall file an original and fifteen (15) copies of a notice of participation with the Clerk of the Commission at the address set forth in Ordering Paragraph (6) above. Such notice of participation shall be in accordance with 5 VAC 5-20-80 B of the Commission's Rules of Practice and Procedure, 5 VAC 5-20-10 et seq. Respondents shall refer in their notices to Case Nos. PUE-2007-00060, PUE-2007-00061, PUE-2007-00062, PUE-2007-00063, and PUE-2007-00065.

(10) A copy of any written comments, requests for hearing, or notices of participation filed shall be simultaneously sent to counsel for the Applicants, at the addresses set forth in Ordering Paragraph (2) above.

(11) On or before September 14, 2007, the Staff shall file a report on the issues associated with these Applications.

(12) On or before September 21, 2007, the Applicants shall file an original and fifteen (15) copies of any responses to comments and requests for hearing filed with the Commission.

(13) The Applicants and respondents shall respond to written interrogatories within seven (7) calendar days after receipt of the same. Except as modified herein, discovery shall be in accordance with Part IV of the Commission's Rules of Practice and Procedure.

(14) Pursuant to § 12.1-31 of the Code of Virginia and 5 VAC 5-20-120 of the Commission's Rules of Practice and Procedure, 5 VAC 5-20-10 et seq., the Commission assigns a Hearing Examiner to consider any motion for protective order and to rule on any discovery matters that may arise in this proceeding.

(15) This matter is continued for further orders of the Commission.

AN ATTESTED COPY hereof shall be sent by the Clerk of the Commission to: Eric M. Page, Esquire, LeClair Ryan, P.C., 951 East Byrd Street, P.O. Box 2499, Richmond, Virginia 23218-2499; John A. Pirko, Esquire, LeClair Ryan, P.C., 4201 Dominion Boulevard, Suite 200,

Glen Allen, Virginia 23060; Richard D. Gary, Esquire, Hunton & Williams LLP, Riverfront Plaza, East Tower, 951 East Byrd Street, Richmond, Virginia 23219-4074; and the Commission's Office of General Counsel and Divisions of Economics and Finance and Public Utility Accounting.